

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. Grace & Co., et al. ¹)	Case No. 01-1139
)	(Jointly Administered)
Debtors)	
)	

AFFIDAVIT UNDER 11 U.S.C. 327 (c)

CITY OF BANGKOK)
)
) ss:
COUNTRY OF THAILAND)

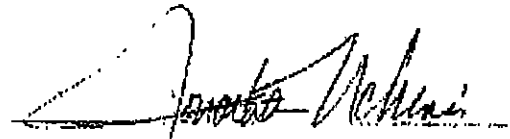
Jonathan J. Uchima, being duly sworn, upon his/her oath, deposes and says:

1. I am a partner of Deacons, Bangkok, located at Bangkok, Thailand (the "Firm").
2. The Debtors have requested that the Firm provide legal advice and services to the Debtors, and the Firm has consented to provide such services.


¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co. Conn., A-1 Bit & Tool Co., Inc., Alewife Boston, Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food & Fun Company, Durex Puerto Rico, Inc., Del Taco restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston, Ltd., G.C. Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G.C. Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GLEU Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B, Inc., Grace A-B II, Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G, Inc., Grace H-G II, Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace P&R Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracetal II, Inc., Guánica-Caribe Land Development Corporation, Hanover Square Corporation, Homes International, Inc., Kumenai Development Company, LB Realty, Inc., Luigation Management, Inc. (f/k/a GHSWC Holdings, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Menolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Interdenco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties-in-interest in the Debtor's chapter 11 cases.
4. As part of its customary practice, the Firm is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties-in-interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases, or have any relationship with any such person, their attorneys or accountants that would be adverse to the Debtors or their estates.
5. Neither I nor any principal of or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.
6. Neither I nor any principal of or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.
7. The Debtors owe the Firm \$ — 0 — for prepetition services.
8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Executed on November 18, 2005


Jonathan J. Wichima
Deacons
Bangkok, Thailand

Sworn to and subscribed before me
This 18 day of November, 2005


Notary Public (Mr. Kitti Thaisombharn)
My Commission expires: 27 October 2007



Reg. No. / ทะเบียนเลขที่ 1236/2546
Commission Expires / ทะเบียนหมดอายุ
Date / วันที่ 27 October 2007